

Exhibit 2

Adjustment Protocol

Adjustment Description	2007 BBP Budget Assumption	5+7 Forecast Assumption	Current Operating State	Potential Adjustment
GMNA Price	2007 BBP includes reductions to GMNA pricing in excess of contractually agreed amounts effective 1/1/07	Price reductions effective 10/1 and retroactive to Jan 1. With the exception of AHG and Steering the 5+7 is at budget level in total. AHG has zero in forecast, Steering has reduced their forecast from budget levels	Due to lack of an agreement, prices remain at contractual levels	Adjustment for the difference between the actual and the budget-or-5+7 forecast
GM Wage Subsidy	Assumes that GM pays ½ of labor cost in excess of \$26/hr for UAW and \$20/her for IUE/USW. The calculation of the subsidy is based on total average cost per hour.	Subsidy has been recalculated based on actual and forecast headcount and forecast in the 4 th quarter retroactive to 1/1/07	No wage subsidy is currently being received	Adjustment for the difference between the actual and the budget-or-5+7 forecast
UAW Buydowns	Incorporated in wage subsidy	Buydown of traditional employees effective 10/1/07	Traditional employees remain at historical levels.	Expectation is that traditional employee buy down will be effective 10/1/07.
UAW Attrition Program	Previous program was fully implemented in the 1 st half of 2007	No additional programs included in forecast	Expectation is for agreement on new attrition program to be effective in 2 nd half of 2007	Where employees are to be replaced, adjustment to be based on cost differential. No adjustment will be made if employee is not replaced.
UAW Severance Pay Agreement	Not included	Not included	Agreement to pay severance or sub pay to laid off employees	Adjustment for the difference between the actual and the target
UAW Wages & COLA agreement	Not included	Not included	Tier II employees elimination of COLA at a cost of \$350 per head and associated wage rate increase	Adjustment for the difference between the actual and the target
Temporary Employees	Assumes a total of 14% or 3,200 temps (currently a HQ overlay and not pushed down to divisions)	Conversion of temporaries effective 10/1 with the remaining number of temps capped at 20% per site	Continuing to operate in excess of 20% at certain sites.	Adjustment based on difference between the actual and budget-or-5+7 forecast savings from temporary employee activity

Adjustment Description	2007 BBP Budget Assumption	5+7 Forecast Assumption	Current Operating State	Potential Adjustment
Flowbacks	Included through 9/30/07	Divisions instructed to use best estimate for number of flowbacks	Expect very low level of flowbacks	NO ADJUSTMENT PROPOSED
I.U.E. Deal	Not Included	Not Included	Not yet consummated	Adjustment will be based on difference between actual and target
U.S.W Deal	Assumes an attrition plan for 600 employees. Assumption is for 100% acceptance during the 1 st quarter of 2007	Assumes attrition plan will occur with the assumption of 100% acceptance during the 3 rd quarter of 2007	No attrition plan has been agreed with the U.S.W	Adjustment will be based on difference between actual and target
Pension	1 st half pension expense is based on 12/31/06 actuarial valuation and BBP headcount projections. Pension freeze and 414 (L) transfer assumed at 7/1/07	2 nd Half forecast in line with budget	Pension freeze has not occurred. Continuing to book pension in line with 1 st half	Adjustment will be based on difference between actual and target
OPEB	1 st half of 2007 OPEB expense based on 12/31/06 actuarial valuations and BBP headcount projections. OPEB termination assumed 7/1/07	2 nd Half forecast in line with budget	OPEB has not been terminated. Continuing to book OPEB in line with 1 st half.	Adjustment will be based on difference between actual and target
Workers Compensation	Expense included in the BBP is based upon the anticipated new wage structure	2 nd Half forecast in line with budget	Mercer conducts quarterly review of liability, actual results are trued up on a quarterly basis.	Adjustment will be based on difference between actual and target
Extended Disability Benefits	BBP assumes that coverage is reduced for hourly employees	2 nd Half forecast in line with budget	Record 1/12 th budget and true up at the end of 2007 based on evaluation report	Adjustment will be based on difference between actual and target
Timing of winddowns and exits	Includes various restructuring and business transfer activities	Forecast in line with current expected timing	No significant changes expected to the 5+7 forecast	NO ADJUSTMENT PROPOSED